

## "MELROSE VILLAGE" BID FORMATION PROJECT

| Date       | #Hrs. | Task  |  |  |  |   |   |   |   |  |  |  |
|------------|-------|---|--|--|--|---|---|---|---|--|--|--|
| 8/6/2011   | 8.00  | Initial map review & revision, coordination w/ Keyser Marston. Download APN's per ed map pages. Database setup. APN data analysis. Format HOI data.   | \$8,000.00<br>51.43<br>Task 1<br>Feasibility Study | \$12,000.00<br>28.57<br>Task 2<br>Database | \$10,000.00<br>68.57<br>Task 3<br>MDP & Enron's Rect | \$4,000.00<br>57.14<br>Task 4<br>Petition Drive | \$20,000.00<br>114.29<br>Task 5<br>Ballot Drive | \$20,000.00<br>114.29<br>Task 6<br>Proof of Non-Profit Status | \$20,000.00<br>114.29<br>Task 7<br>Initial Implementation | \$6,000.00<br>114.29<br>Task 8<br>General Benefit Survey |  |  |
| 8/6/2011   | 2.50  | Field inspection of "target area."  | 2.50   |  |  |   |   |   |   |  |  |  |
| 8/6/2011   | 8.00  | Database setup & analysis.  | 6.00   | 2.00                                       |  |   |   |   |   |  |  |  |
| 8/1/2011   | 8.00  | Finalize & submit db for Dennis Radler review   | 2.00   |  |  |   |   |   |   |  |  |  |
| 8/14/2011  | 4.00  | Refine DB w/ data refinements.  | 4.00   |  |  |   |   |   |   |  |  |  |
| 8/15/2011  | 4.00  | 2nd floor area database refinements.  | 4.00   |  |  |   |   |   |   |  |  |  |
| 8/22/2011  | 4.00  | 2nd Floor data refinements  | 4.00   |  |  |   |   |   |   |  |  |  |
| 8/22/2011  | 4.00  | Prepare Agenda & Notice for Melrose Village Property Owners Ass'n Mtg.  | 4.00   |  |  |   |   |   |   |  |  |  |
| 8/23/2011  | 4.00  | Participate in Melrose Village Property Owners Ass'n Mtg.   | 4.00   |  |  |   |   |   |   |  |  |  |
| 8/23/2011  | 5.50  | Draft Feasibility Study   | 5.50   |  |  |   |   |   |   |  |  |  |
| 8/25/2011  | 6.00  | Draft Feasibility Study   | 6.00   |  |  |   |   |   |   |  |  |  |
| 8/27/2011  | 5.50  | Draft Feasibility Study   | 5.50   |  |  |   |   |   |   |  |  |  |
| 8/28/2011  | 6.00  | Final draft Feasibility Study; copies & binding, distribute to CC & MVPOA   | 6.00   |  |  |   |   |   |   |  |  |  |
| 9/11/2011  | 2.00  | Prepare letter to Paul Kortz re recommending capital improvement project for Melrose area.  | 2.00   |  |  |   |   |   |   |  |  |  |
| 9/29/2011  | 2.00  | MVPOA ED Mtg prep; packet prep; capital improvement request prep;   | 2.00   |  |  |   |   |   |   |  |  |  |
| 9/27/2011  | 4.00  | Prep for & participation w/ MVPOA ED Mtg. Prep for Nov 1 property owner mtg.  | 2.00   | 2.00                                       |  |   |   |   |   |  |  |  |
| 9/28/2011  | 4.00  | Database transfer of individual owner contact info.   | 2.00   | 2.00                                       |  |   |   |   |   |  |  |  |
| 10/2/2011  | 3.50  | Prepare for MVPOA Bd Mtg.   | 2.50   | 1.00                                       |  |   |   |   |   |  |  |  |
| 10/2/2011  | 3.00  | Prepare for & participate in MVPOA Ed Mtg. - prep for 2nd open property owner mtg.  | 3.00   |  |  |   |   |   |   |  |  |  |
| 10/28/2011 | 1.50  | Mtg w/ Fairfax HS Princial, et al w/ Deny.  | 1.50   |  |  |   |   |   |   |  |  |  |
| 11/3/2011  | 6.00  | *Dirty Pictures* video presentation preparation.  | 6.00   |  |  |   |   |   |   |  |  |  |
| 11/4/2011  | 4.00  | Preparation for open property owners meeting on Nov 14.   | 4.00   |  |  |   |   |   |   |  |  |  |
| 11/7/2011  | 5.00  | Preparation for property owners mtg & handout materials   | 5.00   |  |  |   |   |   |   |  |  |  |
| 11/10/2011 | 4.50  | Preparation for property owners mtg, booklet preparation, efforts to contact Fresh & Easy; contacts w/ County office re capital improvement program; mtg; contact w/ Brandon Gupye re logo ideas, mtng presentation prep. | 2.25   | 2.25                                       |  |   |   |   |   |  |  |  |
| 11/14/2011 | 8.00  | Preparation for & participation in property owners mtg;   | 4.00   | 4.00                                       |  |   |   |   |   |  |  |  |
| 11/24/2011 | 4.00  | Draft MDP   | 4.00   |  |  |   |   |   |   |  |  |  |
| 11/25/2011 | 6.00  | Draft MDP   | 6.00   |  |  |   |   |   |   |  |  |  |
| 11/26/2011 | 4.00  | Draft MDP   | 4.00   |  |  |   |   |   |   |  |  |  |
| 11/27/2011 | 3.50  | Draft MDP   | 3.50   |  |  |   |   |   |   |  |  |  |
| 12/6/2011  | 2.00  | Mtg w/ Cenell & Associates re BID formation support.  | 2.00   |  |  |   |   |   |   |  |  |  |
| 12/20/2011 | 6.00  | Draft ER  | 6.00   |  |  |   |   |   |   |  |  |  |
| 12/21/2011 | 6.00  | Draft ER  | 6.00   |  |  |   |   |   |   |  |  |  |

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| Date       | #Hrs. | Task   | \$5,000.00<br>51.43<br>Task 1<br>Feasibility Study | \$5,000.00<br>28.57<br>Task 2<br>Database | \$10,000.00<br>68.57<br>Task 3<br>MDP & Enq's Rept | \$4,000.00<br>57.14<br>Task 4<br>Petition Drive | \$20,000.00<br>114.29<br>Task 5<br>Ballot Drive | \$20,000.00<br>114.29<br>Task 6<br>Proof of Non-Profit Status | \$20,000.00<br>114.29<br>Task 7<br>Initial Implementation | \$6,000.00<br>457.14<br>Totals | Task 8<br>General Benefit Survey |
|------------|-------|--|--|---|--|---|---|---|---|--------------------------------|----------------------------------|
| 12/22/2012 | 4.00  | Finalize MDP / ER Package  |  |   |  |   |   |   |   |                                |                                  |
| 1/4/2012   | 2.00  | Respond to Deny's boundary question.   |  |   |  |   |   |   |   |                                |                                  |
| 1/31/2012  | 2.50  | Mtg w/ Brandon @ Tough Guyz Productions re logo, field work re Fairfax, LaBrea, & Highland.                        |  |   |  |   |   |   |   |                                |                                  |
| 2/10/2012  | 2.00  | Mtg w/ John Daniel re BID formation & implementation.  |  |   |  |   |   |   |   |                                |                                  |
| 2/22/2012  | 3.25  | Prepare for & participate in design meeting w/ Dennis & Dan W  |  |   |  |   |   |   |   |                                |                                  |
| 2/23/2012  | 2.00  | Meeting w/ City Clerk's Office to review MDP/ER comments.  |  |   |  |   |   |   |   |                                |                                  |
| 2/26/2012  | 5.00  | MDP / ER legal description revisions.  |  |   |  |   |   |   |   |                                |                                  |
| 2/28/2012  | 4.00  | Prepare for & participate in NVPCA Bd Mtg re logo, branding, Petition Drive, MDP/ER.                               |  |   |  |   |   |   |   |                                |                                  |
| 3/2/2012   | 2.00  | Prepare for & participate in Fresh & Easy Mtg  |  |   |  |   |   |   |   |                                |                                  |
| 3/2/2012   | 1.00  | Media District research of boundaries.   |  |   |  |   |   |   |   |                                |                                  |
| 3/2/2012   | 4.00  | MDP / ER revision  |  |   |  |   |   |   |   |                                |                                  |
| 3/4/2012   | 2.00  | MDP / ER revision  |  |   |  |   |   |   |   |                                |                                  |
| 3/5/2012   | 3.50  | MDP / ER revision  |  |   |  |   |   |   |   |                                |                                  |
| 3/6/2012   | 4.00  | Planning for Petition Drive  |  |   |  |   |   |   |   |                                |                                  |
| 4/10/2012  | 2.00  | Mid City West Neighborhood Council re BID formation process & F&E  |  |   |  |   |   |   |   |                                |                                  |
| 4/13/2012  | 2.50  | F&E conflict facilitation  |  |   |  |   |   |   |   |                                |                                  |
| 5/1/2012   | 4.00  | Redraft 2 zone MDP / ER  |  |   |  |   |   |   |   |                                |                                  |
| 5/12/2012  | 4.00  | Redraft 2 zone MDP / ER  |  |   |  |   |   |   |   |                                |                                  |
| 5/13/2012  | 4.00  | Redraft 2 zone MDP / ER  |  |   |  |   |   |   |   |                                |                                  |
| 5/27/2012  | 2.00  | Prepare for & participate in Petition Drive Kickoff Mtg  |  |   |  |   |   |   |   |                                |                                  |
| 5/28/2012  | 4.00  | Petition prep & email distribution   |  |   |  |   |   |   |   |                                |                                  |
| 5/29/2012  | 1.00  | Petition prep & distribution; contacts   |  |   |  |   |   |   |   |                                |                                  |
| 5/31/2012  | 2.00  | Petition prep & distribution; contacts   |  |   |  |   |   |   |   |                                |                                  |
| 6/1/2012   | 2.00  | Telecon w/ F&E, Farasait, Ashokanage, DW, DW2, Julian,   |  |   |  |   |   |   |   |                                |                                  |
| 6/1/2012   | 1.00  | PDF prep;  |  |   |  |   |   |   |   |                                |                                  |
| 6/4/2012   | 0.50  | Final corrections for MDP & ER   |  |   |  |   |   |   |   |                                |                                  |
| 6/4/2012   | 1.00  | Hope Lutheran Church & Farasait Petitions.   |  |   |  |   |   |   |   |                                |                                  |
| 6/8/2012   | 4.00  | Petition Drive Mtg w/ Formation Committee; draft Petitions w/ Deny & Sylvia (Bugotka, Joey Harris, Farasait, HCPE) |  |   |  |   |   |   |   |                                |                                  |
| 6/10/2012  | 3.00  | Submit Petitions & maintain contact records; coordination of Pet Drive   |  |   |  |   |   |   |   |                                |                                  |
| 6/12/2012  | 4.00  | Melrose Elementary presentation; Farasait mtng; Ryan Schmitz telecon & coord;                                      |  |   |  |   |   |   |   |                                |                                  |
| 6/13/2012  | 2.50  | Petition accounting telecon w/ DW; DW; email w/ all x's.   |  |   |  |   |   |   |   |                                |                                  |
| 6/25/2012  | 2.00  | Petition Drive Email & F&J   |  |   |  |   |   |   |   |                                |                                  |
| 6/26/2012  | 3.00  | Petition Drive Email & F&J   |  |   |  |   |   |   |   |                                |                                  |
| 6/27/2012  | 1.50  | Petition Drive Email & F&J   |  |   |  |   |   |   |   |                                |                                  |

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| Date       | #Hrs. | Task  | Hours | Cost              | Hours  | Cost       | Hours  | Cost              | Hours  | Cost        | Hours  | Cost                   |
|------------|-------|---|-------|-------------------|--------|------------|--------|-------------------|--------|-------------|--------|------------------------|
| 7/1/2012   | 2.00  | Petition Drive Email & F/u  |       | \$8,000.00        | 51.43  | \$5,000.00 | 28.57  | \$12,000.00       | 68.57  | \$4,000.00  | 114.29 | \$20,000.00            |
| 7/21/2012  | 3.50  | Petition Drive Email & F/u  |       | Feasibility Study | Task 1 | Task 2     | Task 3 | MDP & Encls. Rept | Task 4 | Balot Drive | Task 5 | Initial Implementation |
| 7/27/2012  | 3.50  | Petition Drive Email & F/u  |       |                   |        |            |        |                   |        |             |        |                        |
| 7/29/2012  | 2.00  | Petition Drive Email & F/u  |       |                   |        |            |        |                   |        |             |        |                        |
| 7/30/2012  | 7.00  | Petition Drive Email & F/u  |       |                   |        |            |        |                   |        |             |        |                        |
| 8/6/2012   | 2.50  | Prepare for & participate in Board Petition Drive mtng  |       |                   |        |            |        |                   |        |             |        |                        |
| 8/6/2012   | 2.00  | Petition prep & f/u   |       |                   |        |            |        |                   |        |             |        |                        |
| 8/23/2012  | 2.50  | Prepare for & participate in Board Petition Drive mtng  |       |                   |        |            |        |                   |        |             |        |                        |
| 8/27/2012  | 4.00  | Petition prep & f/u   |       |                   |        |            |        |                   |        |             |        |                        |
| 9/5/2012   | 4.00  | Petition prep & f/u; 5 more petitions for Dan W., update count; prepare list of 9 new research requests for Julian, prep & dist Affilio request to CDS;     |       |                   |        |            |        |                   |        |             |        |                        |
| 10/26/2012 | 3.00  | Prepare for & participate in Bd petition drive mtng, mtng prep; packet prep & e-Saunders L'atreia Wroughy Coalition & Molt Smith's parking.                 |       |                   |        |            |        |                   |        |             |        |                        |
| 10/29/2012 | 3.00  | Petition f/u; list to Dan W., submit petitions to City, research & prepare petitions & contact info for Bd Members  |       |                   |        |            |        |                   |        |             |        |                        |
| 11/26/2012 | 6.50  | Prepare addtl petitions for sign; research for telecon & other contact info; telecon w/ DW & Dwendra; project planning for future;                          |       |                   |        |            |        |                   |        |             |        |                        |
| 11/27/2012 | 2.50  | Analyze & craft resolutions for non-profit issue; telecon w/ Paul M.; email to legal; review draft docs   |       |                   |        |            |        |                   |        |             |        |                        |
| 11/30/2012 | 1.50  | Prepare for & participate in Melrose Committee petition drive mtng.   |       |                   |        |            |        |                   |        |             |        |                        |
| 12/2/2012  | 4.00  | Prepare additional petitions & final Ballot Drive docs  |       |                   |        |            |        |                   |        |             |        |                        |
| 12/17/2012 | 3.00  | Prepare additional petitions for Dan W.; telecon w/ DW.   |       |                   |        |            |        |                   |        |             |        |                        |
| 1/12/2013  | 3.50  | Non-profit negotiations & email to John Daniel & Melrose Bd re process & CC support.  |       |                   |        |            |        |                   |        |             |        |                        |
| 2/10/2013  | 2.50  | Draft Vista Del Mar concept agreement, coordinate w/ all; prep for Bd Mngt, p/u D/M petition & Agreement signed   |       |                   |        |            |        |                   |        |             |        |                        |
| 2/15/2013  | 3.00  | Prepare for & participate in Melrose Bd Formation Committee Board Meeting; Choranthai mtng;   |       |                   |        |            |        |                   |        |             |        |                        |
| 2/16/2013  | 2.00  | Misc f/u w/ DW & DW; Petition telecon & p/u w/ Richard J.; Survey design, draft questions; analysis of 2 zones for impact on statistics; organize staffing. |       |                   |        |            |        |                   |        |             |        |                        |
| 4/1/2013   | 4.00  | Supervise intercept survey; telephone support; p/u survey team;   |       |                   |        |            |        |                   |        |             |        |                        |
| 4/2/2013   | 1.50  | Prepare Survey Response Summary form;   |       |                   |        |            |        |                   |        |             |        |                        |
| 5/2/2013   | 1.50  | Supervise intercept survey; kick-off instructions to survey team; telephone support.  |       |                   |        |            |        |                   |        |             |        |                        |
| 5/4/2013   | 2.00  | Supervise intercept survey; telephone support; p/u survey team;   |       |                   |        |            |        |                   |        |             |        |                        |
| 5/6/2013   | 3.00  | Data evaluation & analysis; data formulation, analysis, & clarification; analyze possibility of data corruption.  |       |                   |        |            |        |                   |        |             |        |                        |
| 5/8/2013   | 4.00  | Revise MDP for survey & new City Attorney std.  |       |                   |        |            |        |                   |        |             |        |                        |
| 5/10/2013  | 4.00  | Revise ER for survey & new City Attorney std.   |       |                   |        |            |        |                   |        |             |        |                        |

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| "MELROSE VILLAGE" BID FORMATION PROJECT |       |  |                   |             |                     |                |                |                |                        |
|---|-------|--|-------------------|-------------|---------------------|----------------|----------------|----------------|------------------------|
| Date                                    | #Hrs. | Task   | Task              | Task        | Task                | Task           | Task           | Task           | Task                   |
| 5/11/2013                               | 4.00  | Review ER for survey & new City Attorney std.  | \$5,000.00        | \$12,000.00 | \$10,000.00         | \$4,000.00     | \$20,000.00    | \$20,000.00    | \$6,000.00             |
| 5/12/2013                               | 4.00  | Revise ER for survey & new City Attorney std.  | 51.43             | 28.57       | 57.14               | 57.14          | 114.29         | 114.29         | 4.00                   |
| 5/13/2013                               | 3.50  | Finalize & submit all revised docs.  | Task 1            | Task 2      | Task 3              | Task 4         | Task 5         | Task 6         | Task 8                 |
| 5/16/2013                               | 2.00  | Certify Council Mting for ROI  | Feasibility Study | Database    | MDE & Envir's Rep't | Petition Drive | Petition Drive | Petition Drive | General Benefit Survey |
| 6/16/2013                               | 1.50  | Balot Drive Coordination Ed Mtng, call non-profits & Union to vote;  |                   |             |                     |                |                |                |                        |
| 6/17/2013                               | 1.50  | DB prep for Deny   |                   |             |                     |                |                |                |                        |
| 6/28/2013                               | 3.00  | Balot Affidavit prep x5, prep for Farasai mtng, Farasai mtng, tele schools;  |                   |             |                     |                |                |                |                        |
| 6/29/2013                               | 3.00  | Hager Lutheran Church cash flow analysis & prep, prep for Monday contacts;   |                   |             |                     |                |                |                |                        |
| 7/4/2013                                | 1.50  | Distribute Hager Lutheran 1b, mesidian affidavit, othen aff 0u' Jennifer Jones aff filo, file maintenance.   |                   |             |                     |                |                |                |                        |
| 7/7/2013                                | 2.00  | Pastor Mark tele, LAUSD 1/1/tele w/m Joyce K & Blucas;   |                   |             |                     |                |                |                |                        |
| 7/8/2013                                | 0.75  | LAUSD email  |                   |             |                     |                |                |                |                        |
| 7/15/2013                               | 3.00  | Balot collection & submittal to City Hall; affidavit email prop;   |                   |             |                     |                |                |                |                        |
| 7/16/2013                               | 2.50  | Affidavit prep, telecon w/ Groundlings & Garance Gazzin et al; email re LAUSD balots;  |                   |             |                     |                |                |                |                        |
| 7/23/2013                               | 7.00  | Database development & refinement of Property Owner list,  |                   |             |                     |                |                |                |                        |
| 7/30/2013                               | 5.00  | City Council Mting, Council Ofc mtng, develop amendment language w/ Mf et al, held resp re non Melrose fronting residential.   |                   |             |                     |                |                |                |                        |
| 8/2/2013                                | 3.00  | Prep for 1st implementation meeting. Participation in Board meeting. Mting w/ Lindsay Kennedy re MAMA.   |                   |             |                     |                |                |                |                        |
| 8/3/2013                                | 2.00  | Follow-up communication w/ Board. Also email to City Clerks. OIC re cash flows   |                   |             |                     |                |                |                |                        |
| 8/6/2013                                | 2.50  | Prep for & participate in Japan Haraku Street event mtng;  |                   |             |                     |                |                |                |                        |
| 8/6/2013                                | 0.75  | Email to Esther Eisenstein w/ re fees, alley repaving, noise complaints. Schedule mtng w/ ID, Deny, et al for 9/12/2013  |                   |             |                     |                |                |                |                        |
| 8/13/2013                               | 1.50  | Mting w/ Deny W, Sylvia, John Daniel re Japan Haraku, trees removal, other implementation issues;  |                   |             |                     |                |                |                |                        |
| 8/16/2013                               | 2.50  | Mting w/ Brian/Lawrence re logo, website, social media proposals, telecon w/ Deny, telecon w/ Brian Swords re need for concrete details;                                     |                   |             |                     |                |                |                |                        |
| 8/16/2013                               | 1.50  | Prep for & participate in mtng w/ Brian Swords, email w/ Deny, email w/ others;  |                   |             |                     |                |                |                |                        |
| 8/16/2013                               | 2.50  | Hagerito planning & email to B. Ovorn, Sean Aran, telecon w/ Brian Swords, tele w/ Craig Dennis,   |                   |             |                     |                |                |                |                        |
| 7/24/2013                               | 2.00  | Prepare for & participate w/ mtng w/ Luis Jimenez re incorp, FEIN, tax exempt filing,  |                   |             |                     |                |                |                |                        |
| 7/24/2013                               | 1.50  | Prepare for & participate in mtng w/ Principal @ Fairfax HS & Trading Post principals & D&S re future plans,   |                   |             |                     |                |                |                |                        |
| 7/24/2013                               | 0.50  | Haraku internet research & email dist to Board re email City to prepare contract for BID administration;   |                   |             |                     |                |                |                |                        |
| 7/25/2013                               | 1.25  | Respond to Eisenstein petition for alley repav, tele / email Daniel re CDS gifts for Japan, email convention center for Japan gifts; tele Deny re formation of non-profit 2. |                   |             |                     |                |                |                |                        |

## "MELROSE VILLAGE" BID FORMATION PROJECT

Invoice #6 February 2, 2016  
- Invoice for City retention of \$6,021.66

HOURS Melrose Village PBID 160202

INTERNAL REVENUE SERVICE  
P. O. BOX 2508  
CINCINNATI, OH 45201

DEPARTMENT OF THE TREASURY

Date: OCT 15 2015

MELROSE BUSINESS IMPROVEMENT  
ASSOCIATION  
C/O DONALD DUCKWORTH  
1934 WILSON AVE  
ARCADIA, CA 91006

Employer Identification Number:  
46-4202182

DLN:  
17053153317005

Contact Person:  
MARK BRECKNER ID# 95217  
Contact Telephone Number:  
(877) 829-5500

Accounting Period Ending:  
December 31

Form 990/990-EZ/990-N Required:  
Yes

Effective Date of Exemption:  
November 25, 2013

Contribution Deductibility:  
No

Addendum Applies:  
No

Dear Applicant:

We're pleased to tell you we determined you're exempt from federal income tax under Internal Revenue Code (IRC) Section 501(c)(6). This letter could help resolve questions on your exempt status. Please keep it for your records.

If we indicated at the top of this letter that you're required to file Form 990/990-EZ/990-N, our records show you're required to file an annual information return (Form 990 or Form 990-EZ) or electronic notice (Form 990-N, the e-Postcard). If you don't file a required return or notice for three consecutive years, your exempt status will be automatically revoked.

If we indicated at the top of this letter that an addendum applies, the enclosed addendum is an integral part of this letter.

For important information about your responsibilities as a tax-exempt organization, go to [www.irs.gov/charities](http://www.irs.gov/charities). Enter "4221-NC" in the search bar to view Publication 4221-NC, Compliance Guide for Tax-Exempt Organizations (Other than 501(c)(3) Public Charities and Private Foundations), which describes your recordkeeping, reporting, and disclosure requirements.

MELROSE BUSINESS IMPROVEMENT

Sincerely,



Jeffrey I. Cooper  
Director, Exempt Organizations  
Rulings and Agreements

3621144  
GWP  
**Articles of Incorporation**  
**Of**  
**Melrose Business Improvement Association**

1cc  
**FILED**  
Secretary of State  
State of California

NOV 25 2013

**Article I:**

The name of the corporation is **Melrose Business Improvement Association**.

**Article II:**

This corporation is a nonprofit Mutual Benefit Corporation organized under the Nonprofit Mutual Benefit Corporation Law. The purpose of this corporation is to engage in any lawful act or activity, other than credit union business, for which a corporation may be organized under such law.

The specific purpose of the corporation is to revitalize and enhance Melrose district area within Los Angeles County, California.

**Article III:**

The name and address in the State of California of this corporation's initial agent for service of process is Donald Duckworth: 1934 Wilson Ave., Arcadia, Ca. 91006.

**Article IV:**

The street and mailing address of the business of the corporation in California is: 1934 Wilson Ave., Arcadia, Ca. 91006.

**Article V:**

The Corporation is organized exclusively for non-profit purposes within the meaning of Section 501 (c)(6) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue Law.

**Article VI:**

Upon dissolution of the Corporation's affairs, the Board of Directors shall, after paying or making provisions for the payment of all liabilities of the Corporation, distribute, transfer, convey, deliver and pay over all of the assets of the Corporation then remaining in the hands of the Corporation to any other organization qualifying under Section 501(c)(3) or 501(c)(6) of the Internal

Revenue Code as an exempt organization, to be exclusively for the purposes described hereinabove. Any such assets not disposed of shall be disposed of by the Superior Court of the County in which the principal office of the Corporation is then located, to another organization as said the court shall determine, to be used in such a manner as in the judgment of the court will best accomplish the general purposes for which the dissolved organization was organized.

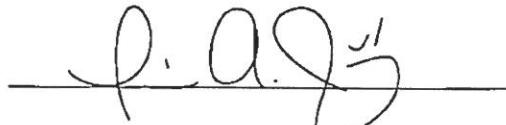
## Article VII:

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of section 501(c)(6) purposes. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal Income tax under section 501(c)(6) of the Internal Revenue Code.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal Income tax under section 501(c)(6) of the Internal Revenue Code.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 13<sup>th</sup> day of November, 2013.

Signature of Incorporator



Name of Incorporator

Luis A. Jimenez

Date

11-13-2013

STATE OF CALIFORNIA  
COUNTY OF SAN JACINTO  
I, Luis A. Jimenez, do hereby certify that the foregoing is a true and correct copy of the Articles of Incorporation of the above-named corporation.

11/13/2013  
Luis A. Jimenez



I hereby certify that the foregoing  
transcript of 2 page(s)  
is a full, true and correct copy of the  
original record in the custody of the  
California Secretary of State's office.

NOV 26 2013 GL

Date: \_\_\_\_\_

*Debra Bowen*  
DEBRA BOWEN, Secretary of State

BYLAWS  
OF  
MELROSE BUSINESS IMPROVEMENT ASSOCIATION  
A California Nonprofit Mutual Benefit Corporation

December 12, 2013

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